

FORM 51-102F3

Material Change Report

Item 1: Name and Address of Company

ALEXANDRA CAPITAL CORP.
2075 West 37th Avenue
Vancouver, BC V6M 1N7

Item 2: Date of Material Change

August 11, 2014

Item 3: News Release

August 12, 2014, at Vancouver, BC, Canada.

Item 4: Summary of Material Change

Alexandra Capital Corp. (the "Company") announces that it has completed its qualifying transaction with arm's length vendor (the "Vendor") Eastland Management Limited. The Company has been granted an option to acquire a 100% interest in the Vendor's Southern Belle or "SB" Project by incurring exploration expenditures totaling \$100,000 over two years. Additionally, Alexandra must make cash payments to the Vendor totaling \$25,000 and issue 700,000 shares (200,000 first year) over the two year option term.

Item 5: Full Description of Material Change

Please refer to the news release, attached hereto as Schedule "A" for a full description of the material change.

Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

N/A.

Item 7: Omitted Information

None.

Item 8: Executive Officer

Blake Olafson, President & CEO
Telephone: (604) 687-6991
Facsimile: (888) 848-3972

Item 9: Date of Report

August 12, 2014

Schedule "A"

ALEXANDRA CAPITAL CORP.
2075 West 37th Avenue
Vancouver, B.C. V6M 1N7
Phone: (604) 687-6991 Fax: (888) 848-3972

FOR IMMEDIATE RELEASE

August 12, 2014

Trading Symbol: TSXV:AXC.P

ALEXANDRA CAPITAL CORP. ANNOUNCES COMPLETION OF ITS QUALIFYING TRANSACTION

VANCOUVER, BRITISH COLUMBIA – (August 12, 2014) – Alexandra Capital Corp. (the "Company") (TSX Venture: AXC.P) is pleased to announce the completion of its qualifying transaction with arm's length vendor (the "Vendor") Eastland Management Limited ("Eastland"). The Company has been granted an option to acquire a 100% interest in the Vendor's Southern Belle or "SB" Project by incurring exploration expenditures totaling \$100,000 over two years. Additionally, Alexandra must make cash payments to the Vendor totaling \$25,000 and issue 700,000 shares (200,000 first year) over the two year option term.

Please refer to the Filing Statement for further information about the Company and Alexandra and for further details respecting the qualifying transaction. A copy of the Filing Statement is available on SEDAR at www.sedar.com under the Company's profile.

Mr. Ioannis Tsitos has been added to the board of directors, which now consists of:

Mr. Blake Olafson
Mr. Patrick Morris
Mr. Ioannis Tsitos

Ms. Suzanne Wood has resigned as an officer and director of the Company.

Ms. Blake Olafson has been appointed the Company's President and Chief Executive Officer and Ms. Vivian Katsuris has been appointed the Company's Chief Financial Officer and Secretary.

The Company also announces the concurrent completion of a non-brokered private placement (the "Offering"). The Company issued an aggregate of 2,400,000 flow-through units (the "Units") at a price of \$0.05 per Unit for gross proceeds of \$120,000.00. Each Unit consists of one flow-through common share and one share purchase warrant, with each whole warrant entitling the holder to purchase one additional common share at a price of \$0.10 for five years from closing of the Offering. A finder's fee of 240,000 non flow-through units has been paid in connection with the private placement. All securities issued with respect to the Offering are subject to a hold period expiring December 11, 2014.

The proceeds of the private placement will be used to finance the Company's exploration program on the SB Project.

As a result, effective at market open on Wednesday, August 13, 2014, the Company expects to resume trading under the trading symbol "AXC" and, accordingly, the Company will no longer be a capital pool company within the meaning of TSX Venture Exchange Policy 2.4.

FOR FURTHER INFORMATION PLEASE CONTACT:

ON BEHALF OF THE BOARD OF DIRECTORS

"Blake Olafson"

Blake Olafson
President, CEO and Director
Tel: (604) 687-6991